

B 25C (Official Form 25C) (12/08)

UNITED STATES BANKRUPTCY COURT

In re RR VALVE INC.,*Debtor*Case No. 09-33345-H5-11

Small Business Case under Chapter 11

SMALL BUSINESS MONTHLY OPERATING REPORT

Month: MAY 2009Date filed: ~~06/20/2008~~ 06/23/2009Line of Business: RESET RELIEF VALVE MFG

NAISC Code: _____

IN ACCORDANCE WITH TITLE 28, SECTION 1746, OF THE UNITED STATES CODE, I DECLARE UNDER PENALTY OF PERJURY THAT I HAVE EXAMINED THE FOLLOWING SMALL BUSINESS MONTHLY OPERATING REPORT AND THE ACCOMPANYing ATTACHMENTS AND, TO THE BEST OF MY KNOWLEDGE, THESE DOCUMENTS ARE TRUE, CORRECT AND COMPLETE.

RESPONSIBLE PARTY:

/s/ Gerard S Lazzara JrOriginal Signature of Responsible Party **SEE ORIGINAL EXECUTION ON NEXT PAGE**GERARD S LAZZARA JR.

Printed Name of Responsible Party

Questionnaire: *(All questions to be answered on behalf of the debtor.)*

	Yes	No
1. IS THE BUSINESS STILL OPERATING?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
2. HAVE YOU PAID ALL YOUR BILLS ON TIME THIS MONTH?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
3. DID YOU PAY YOUR EMPLOYEES ON TIME?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4. HAVE YOU DEPOSITED ALL THE RECEIPTS FOR YOUR BUSINESS INTO THE DIP ACCOUNT THIS MONTH?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
5. HAVE YOU FILED ALL OF YOUR TAX RETURNS AND PAID ALL OF YOUR TAXES THIS MONTH	<input type="checkbox"/>	<input checked="" type="checkbox"/>
6. HAVE YOU TIMELY FILED ALL OTHER REQUIRED GOVERNMENT FILINGS?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
7. HAVE YOU PAID ALL OF YOUR INSURANCE PREMIUMS THIS MONTH?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
8. DO YOU PLAN TO CONTINUE TO OPERATE THE BUSINESS NEXT MONTH?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
9. ARE YOU CURRENT ON YOUR QUARTERLY FEE PAYMENT TO THE U.S. TRUSTEE?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
10. HAVE YOU PAID ANYTHING TO YOUR ATTORNEY OR OTHER PROFESSIONALS THIS MONTH?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
11. DID YOU HAVE ANY UNUSUAL OR SIGNIFICANT UNANTICIPATED EXPENSES THIS MONTH?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
12. HAS THE BUSINESS SOLD ANY GOODS OR PROVIDED SERVICES OR TRANSFERRED ANY ASSETS TO ANY BUSINESS RELATED TO THE DIP IN ANY WAY?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
13. DO YOU HAVE ANY BANK ACCOUNTS OPEN OTHER THAN THE DIP ACCOUNT?	<input checked="" type="checkbox"/>	<input type="checkbox"/>

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UNITED STATES BANKRUPTCY COURT

In re RR VALVE INC.*Debtor*Case No. 09-33345-H5-11

Small Business Case under Chapter 11

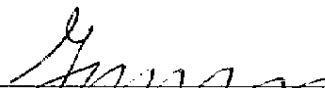
SMALL BUSINESS MONTHLY OPERATING REPORT

Month: MAY 2009Date filed: 06/20/2009Line of Business: RESET RELIEF VALVE MFG

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RESPONSIBLE PARTY:


Original Signature of Responsible PartyGERARD S LAZZARA JR.

Printed Name of Responsible Party

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13. DO YOU HAVE ANY BANK ACCOUNTS OPEN OTHER THAN THE DIP ACCOUNT?	<input checked="" type="checkbox"/>	<input type="checkbox"/>

B 25C (Official Form 25C) (12/08)

- | | | |
|---|-------------------------------------|-------------------------------------|
| 14. HAVE YOU SOLD ANY ASSETS OTHER THAN INVENTORY THIS MONTH? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 15. DID ANY INSURANCE COMPANY CANCEL YOUR POLICY THIS MONTH? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| 16. HAVE YOU BORROWED MONEY FROM ANYONE THIS MONTH? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| 17. HAS ANYONE MADE AN INVESTMENT IN YOUR BUSINESS THIS MONTH? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 18. HAVE YOU PAID ANY BILLS YOU OWED BEFORE YOU FILED BANKRUPTCY? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

TAXES

DO YOU HAVE ANY PAST DUE TAX RETURNS OR PAST DUE POST-PETITION TAX OBLIGATIONS? ☒ ☐

IF YES, PLEASE PROVIDE A WRITTEN EXPLANATION INCLUDING WHEN SUCH RETURNS WILL BE FILED, OR WHEN SUCH PAYMENTS WILL BE MADE AND THE SOURCE OF THE FUNDS FOR THE PAYMENT.

*(Exhibit A)***INCOME**

PLEASE SEPARATELY LIST ALL OF THE INCOME YOU RECEIVED FOR THE MONTH. THE LIST SHOULD INCLUDE ALL INCOME FROM CASH AND CREDIT TRANSACTIONS. *(THE U.S. TRUSTEE MAY WAIVE THIS REQUIREMENT.)*

TOTAL INCOME \$ 46,978.73

SUMMARY OF CASH ON HAND

Cash on Hand at Start of Month \$ 69,431.31

Cash on Hand at End of Month \$ 88,341.02

PLEASE PROVIDE THE TOTAL AMOUNT OF CASH CURRENTLY AVAILABLE TO YOU **TOTAL** \$ 922.32

*(Exhibit B)***EXPENSES**

PLEASE SEPARATELY LIST ALL EXPENSES PAID BY CASH OR BY CHECK FROM YOUR BANK ACCOUNTS THIS MONTH. INCLUDE THE DATE PAID, WHO WAS PAID THE MONEY, THE PURPOSE AND THE AMOUNT. *(THE U.S. TRUSTEE MAY WAIVE THIS REQUIREMENT.)*

TOTAL EXPENSES \$ 28,069.02

*(Exhibit C)***CASH PROFIT**

INCOME FOR THE MONTH *(TOTAL FROM EXHIBIT B)* \$ 46,978.73

EXPENSES FOR THE MONTH *(TOTAL FROM EXHIBIT C)* \$ 28,069.02

(Subtract Line C from Line B)

CASH PROFIT FOR THE MONTH \$ 18,909.71

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UNPAID BILLS

PLEASE ATTACH A LIST OF ALL DEBTS (INCLUDING TAXES) WHICH YOU HAVE INCURRED SINCE THE DATE YOU FILED BANKRUPTCY BUT HAVE NOT PAID. THE LIST MUST INCLUDE THE DATE THE DEBT WAS INCURRED, WHO IS OWED THE MONEY, THE PURPOSE OF THE DEBT AND WHEN THE DEBT IS DUE. *(THE U.S. TRUSTEE MAY WAIVE THIS REQUIREMENT.)*

TOTAL PAYABLES \$ 18,207.17

*(Exhibit D)***MONEY OWED TO YOU**

PLEASE ATTACH A LIST OF ALL AMOUNTS OWED TO YOU BY YOUR CUSTOMERS FOR WORK YOU HAVE DONE OR THE MERCHANDISE YOU HAVE SOLD. YOU SHOULD INCLUDE WHO OWES YOU MONEY, HOW MUCH IS OWED AND WHEN IS PAYMENT DUE. *(THE U.S. TRUSTEE MAY WAIVE THIS REQUIREMENT.)*

TOTAL RECEIVABLES \$ 180,675.42

*(Exhibit E)***BANKING INFORMATION**

PLEASE ATTACH A COPY OF YOUR LATEST BANK STATEMENT FOR EVERY ACCOUNT YOU HAVE AS OF THE DATE OF THIS FINANCIAL REPORT OR HAD DURING THE PERIOD COVERED BY THIS REPORT.

*(Exhibit F)***EMPLOYEES**

NUMBER OF EMPLOYEES WHEN THE CASE WAS FILED?	<u>1</u>
NUMBER OF EMPLOYEES AS OF THE DATE OF THIS MONTHLY REPORT?	<u>1</u>

PROFESSIONAL FEES*BANKRUPTCY RELATED:*

PROFESSIONAL FEES RELATING TO THE BANKRUPTCY CASE PAID DURING THIS REPORTING PERIOD?	\$ <u>9,000.00</u>
--	--------------------

TOTAL PROFESSIONAL FEES RELATING TO THE BANKRUPTCY CASE PAID SINCE THE FILING OF THE CASE?	\$ <u>0.00</u>
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NON-BANKRUPTCY RELATED:

PROFESSIONAL FEES NOT RELATING TO THE BANKRUPTCY CASE PAID DURING THIS REPORTING PERIOD?	\$ <u>0.00</u>
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TOTAL PROFESSIONAL FEES NOT RELATING TO THE BANKRUPTCY CASE PAID SINCE THE FILING OF THE CASE?	\$ <u>0.00</u>
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B 25C (Official Form 25C) (12/08)

PROJECTIONS

COMPARE YOUR ACTUAL INCOME AND EXPENSES TO THE PROJECTIONS FOR THE FIRST 180 DAYS OF YOUR CASE PROVIDED AT THE INITIAL DEBTOR INTERVIEW.

	Projected	Actual	Difference
INCOME	\$ 60,550.55	\$ 34,473.34	\$ -26,077.21
EXPENSES	\$ 49,538.97	\$ 48,327.75	\$ 1,211.22
CASH PROFIT	\$ 11,011.58	\$ -13,854.41	\$ -24,865.99

TOTAL PROJECTED INCOME FOR THE NEXT MONTH:	\$ 108,000.00
TOTAL PROJECTED EXPENSES FOR THE NEXT MONTH:	\$ 147,737.63
TOTAL PROJECTED CASH PROFIT FOR THE NEXT MONTH:	\$ -39,737.63

ADDITIONAL INFORMATION

PLEASE ATTACH ALL FINANCIAL REPORTS INCLUDING AN INCOME STATEMENT AND BALANCE SHEET WHICH YOU PREPARE INTERNALLY.

12:58 AM

06/20/09

Accrual Basis

RR Valve, Inc.
Profit & Loss
May 2009

	May 09
Ordinary Income/Expense	
Income	
Sales	
Valve/Parts Sales	34,473 .34
Total Sales	34,473 .34
Total Income	34,473 .34
Cost of Goods Sold	
Cost of Goods Sold	
Commissions	1,642 .39
Contract Labor	5,506 .49
Freight	222 .15
Purchases	7,574 .77
Shop Supplies	158 .87
Total Cost of Goods Sold	15,104 .67
Total COGS	15,104 .67
Gross Profit	19,368 .67
Expense	
Advertising	
Trade Show	6,365 .00
Web	177 .50
Total Advertising	6,542 .50
Automobile Expense	348 .52
Bank Service Charges	160 .46
Customer Relations	46 .03
Engineering Design & Drawings	575 .00
Interest Expense	
Finance Charge	21 .79
Total Interest Expense	21 .79
Miscellaneous	62 .99
Office Supplies	351 .62
Payroll Expenses	
Contract Labor	8,169 .40
Total Payroll Expenses	8,169 .40
Postage and Delivery	93 .00
Professional Fees	
Accounting	2,330 .00
Legal Fees	12,144 .54
Total Professional Fees	14,474 .54
Rent	12,135 .46
Repairs	
Equipment Repairs	2,470 .00
Total Repairs	2,470 .00
Telephone	1,215 .14
Travel & Ent	
Meals	113 .29
Travel	261 .00
Total Travel & Ent	374 .29

12:58 AM

06/20/09

Accrual Basis

RR Valve, Inc.
Profit & Loss
May 2009

	<u>May 09</u>
Utilities	
Gas and Electric	1,287 .01
Total Utilities	<u>1,287 .01</u>
Total Expense	<u>48,327 .75</u>
Net Ordinary Income	<u>-28,959 .08</u>
Net Income	<u><u>-28,959 .08</u></u>

12:59 AM

06/20/09

Accrual Basis

RR Valve, Inc.
Balance Sheet
As of May 31, 2009

	May 31, 09
ASSETS	
Current Assets	
Checking/Savings	
Petty Cash	922.32
BOH Holding Acct	981.43
Bank of Houston	69,450.35
BOH Deposit Acct	16,986.92
Total Checking/Savings	88,341.02
Accounts Receivable	
Accounts Receivable	180,675.42
Total Accounts Receivable	180,675.42
Other Current Assets	
N/R Bailey	2,800.00
N/R RR Racing & Sports	18,856.64
N/R Galleria Lazaara	59,960.16
N/R Company B	300.00
N/R Natl Ordnance	-101.08
Fed Tax Deposit	25,000.00
Sales Tax Refund	7.12
Inventory Asset	389,643.53
N/R R&R Pump	1,138,493.95
Undeposited Funds	102.39
Total Other Current Assets	1,635,062.71
Total Current Assets	1,904,079.15
Fixed Assets	
08 Lexus LX 570	87,720.02
Art	2,400.00
97 Toyota	10,000.00
Trailer	2,500.00
Tooling/Molds	67,133.68
Computers/Software	20,862.32
Equipment, Office	8,480.38
Equipment, Warehouse	24,416.61
Furniture & Fixtures	10,897.85
Leasehold Improvement	675.00
Accumulated Depreciation	
Other	-2,230.00
Computers/Software	-15,018.00
Equipment, Warehouse	-21,301.00
Tooling	-51,054.00
Equipment, Office	-2,703.00
FF&E	-10,010.00
Vehicles	-6,480.00
Total Accumulated Depreciation	-108,796.00
Total Fixed Assets	126,289.86
Other Assets	
Investments	
R & R Pump Inc.	1,000.00
Total Investments	1,000.00
Deposits	8,995.84
Total Other Assets	9,995.84
TOTAL ASSETS	2,040,364.85

12:59 AM

06/20/09

Accrual Basis

RR Valve, Inc.
Balance Sheet
As of May 31, 2009

	<u>May 31, 09</u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable	291,118 .84
Total Accounts Payable	<u>291,118 .84</u>
Credit Cards	
Southwest 3194/8473	74.25
Valero 7849	61.13
Office Depot	742.54
Home Depot	178.47
Total Credit Cards	<u>1,056 .39</u>
Other Current Liabilities	
N/P T Bailey	27,000 .00
Child Support	-240 .00
Federal Tax Payable	51,268 .00
Sales Tax Payable	10.01
Accrued Expenses	
Bonus Accrual	325,000 .00
Total Accrued Expenses	<u>325,000 .00</u>
Contract Tax	6,032 .16
Total Other Current Liabilities	<u>409,070 .17</u>
Total Current Liabilities	<u>701,245 .40</u>
Total Liabilities	701,245 .40
Equity	
Treasury Stock	-25,000 .00
Dividends	-90,458 .93
Capital Stock	1,000 .00
Retained Earnings	1,411,406 .80
Net Income	42,171 .58
Total Equity	<u>1,339,119 .45</u>
TOTAL LIABILITIES & EQUITY	<u><u>2,040,364 .85</u></u>

1:03 AM

06/20/09

Cash Basis

RR Valve, Inc.
Custom Transaction Detail Report
May 2009

Type	Date	Num	Name	Original Amount	Paid Amount
May 09					
Invoice	5/1/2009	3214	Republic Brass Sal...	1,068.36	1,068.36
Invoice	5/1/2009	3214	Republic Brass Sal...	1,800.00	1,800.00
Invoice	5/7/2009	3191	LFF Scotland	211.22	186.22
Invoice	5/20/2009	3204	Shell Offshore Inc.	10,297.28	10,297.28
Invoice	5/20/2009	3204	Shell Offshore Inc.	324.00	324.00
Invoice	5/20/2009	3204	Shell Offshore Inc.	50.72	50.72
Invoice	5/22/2009	3213	Rowan Companies,...	5,148.64	5,148.64
Invoice	5/22/2009	3213	Rowan Companies,...	14.12	14.12
Invoice	5/22/2009	3213	Rowan Companies,...	60.10	60.10
Invoice	5/22/2009	3213	Rowan Companies,...	1.08	1.08
Invoice	5/22/2009	3213	Rowan Companies,...	99.70	99.70
Invoice	5/22/2009	3213	Rowan Companies,...	324.00	324.00
Invoice	5/22/2009	3213	Rowan Companies,...	392.00	392.00
Invoice	5/22/2009	3213	Rowan Companies,...	35.23	35.23
Invoice	5/28/2009	3225	Seadrill Managme...	88.00	2.58
Invoice	5/28/2009	3225	Seadrill Managme...	249.99	7.34
Invoice	5/28/2009	3225	Seadrill Managme...	-88.00	-7.34
Invoice	5/28/2009	3225	Seadrill Managme...	-88.00	-55.06
Invoice	5/28/2009	3225	Seadrill Managme...	-88.00	-2.58
Invoice	5/28/2009	3225	Seadrill Managme...	-88.00	-23.02
Invoice	5/28/2009	3225	Seadrill Managme...	784.00	23.02
Invoice	5/28/2009	3225	Seadrill Managme...	1,875.34	55.06
					19,801.45

May 09

Type	Date	Num	Memo	Clr	Split	Amount
Tamara Bailey						
General Journal	5/5/2009	TJBO...	Loan to company		N/P T Bailey	15,000.00
General Journal	5/8/2009	TJBO...	Loan to company		N/P T Bailey	12,000.00
Total Tamara Bailey						27,000.00
TOTAL						27,000.00

Neatco refund 74.89

Check from Charter Supply 102.39
 in undeposited Funds
 (Rec'd. but not deposited)

\$ 46,978.73

Exhibit B - Income

1:36 AM
06/20/09
Cash Basis

RR Valve, Inc.
Transaction Detail By Account
May 2009

Type	Date	Num	Name	Paid Amount	Balance
Contract Labor					
Bill	5/3/2009	301	Murillo, Victor	-120.41	-120.41
Bill	5/3/2009	201	Murillo, Felix	-133.46	-253.87
Credit	5/3/2009	0503...	Murillo, Victor	120.41	-133.46
Bill	5/6/2009	300	Murillo, Victor	-429.88	-563.34
Bill	5/6/2009	200	Murillo, Felix	-598.10	-1,161.44
Bill	5/8/2009	301	Murillo, Victor	-548.51	-1,709.95
Bill	5/8/2009	201	Murillo, Felix	-608.00	-2,317.95
Total Contract Labor				-2,317.95	-2,317.95
Purchases					
Invoice	5/1/2009	3214	Republic Brass Sal...	-186.50	-186.50
Invoice	5/7/2009	3191	LFF Scotland	-45.85	-232.35
Invoice	5/20/2009	3204	Shell Offshore Inc.	-2,566.76	-2,799.11
Invoice	5/20/2009	3204	Shell Offshore Inc.	-83.71	-2,882.82
Invoice	5/22/2009	3213	Rowan Companies,...	-1,283.41	-4,166.23
Invoice	5/22/2009	3213	Rowan Companies,...	-2.76	-4,168.99
Invoice	5/22/2009	3213	Rowan Companies,...	-10.80	-4,179.79
Invoice	5/22/2009	3213	Rowan Companies,...	-0.23	-4,180.02
Invoice	5/22/2009	3213	Rowan Companies,...	-24.98	-4,205.00
Invoice	5/22/2009	3213	Rowan Companies,...	-83.72	-4,288.72
Invoice	5/22/2009	3213	Rowan Companies,...	-97.70	-4,386.42
Invoice	5/28/2009	3225	Seadrill Managme,...	-0.90	-4,387.32
Invoice	5/28/2009	3225	Seadrill Managme,...	0.00	-4,387.32
Invoice	5/28/2009	3225	Seadrill Managme,...	-5.74	-4,393.06
Invoice	5/28/2009	3225	Seadrill Managme,...	-9.92	-4,402.98
Total Purchases				-4,402.98	-4,402.98
Total Cost of Goods Sold				-8,363.32	-8,363.32

Exhibit C- Expenses

1:36 AM
06/20/09
Cash Basis

RR Valve, Inc.
Transaction Detail By Account
May 2009

Type	Date	Num	Name	Paid Amount	Balance
Advertising					
Trade Show					
Bill	5/8/2009	0426...	Reuter Marketing	-37.17	-37.17
Bill	5/8/2009	0426...	Reuter Marketing	-76.00	-113.17
Bill	5/8/2009	0426...	Reuter Marketing	-276.03	-389.20
Bill	5/8/2009	0426...	Reuter Marketing	-12.50	-401.70
Bill	5/8/2009	0426...	Reuter Marketing	-14.05	-415.75
Bill	5/8/2009	0426...	Reuter Marketing	-11.89	-427.64
Bill	5/8/2009	0426...	Reuter Marketing	-15.10	-442.74
Bill	5/8/2009	0426...	Reuter Marketing	-1.60	-444.34
General Journal	5/8/2009	TJB0...	Dees Rug Service	-250.00	-694.34
Total Trade Show				-694.34	-694.34
Total Advertising					
				-694.34	-694.34
Automobile Expense					
Credit Card Charge	5/3/2009		Xm	-18.92	-18.92
Credit Card Charge	5/3/2009		Xm	-154.20	-173.12
Credit Card Charge	5/9/2009		Gas Receipts	-34.61	-207.73
Credit Card Charge	5/9/2009		Gas Receipts	-21.56	-229.29
Credit Card Charge	5/10/2009		Gas Receipts	-4.49	-233.78
Credit Card Charge	5/10/2009		Gas Receipts	-32.93	-266.71
Check	5/14/2009	2302	Twin Power	-50.00	-316.71
Credit Card Charge	5/17/2009		Gas Receipts	-31.81	-348.52
Total Automobile Expense				-348.52	-348.52
Bank Service Charges					
Credit Card Charge	5/6/2009		Chase	-39.00	-39.00
Credit Card Charge	5/6/2009			-38.00	-77.00
Check	5/15/2009			-5.40	-82.40
Credit Card Charge	5/21/2009		DSRM National Bank	-15.00	-97.40
Credit Card Charge	5/21/2009		DSRM National Bank	-0.50	-97.90
Credit Card Charge	5/30/2009		Office Depot	-39.00	-136.90
General Journal	5/31/2009	TJB0...		-10.00	-146.90
Check	5/31/2009			-13.56	-160.46
Total Bank Service Charges				-160.46	-160.46

1:36 AM
06/20/09
Cash Basis

RR Valve, Inc.
Transaction Detail By Account
May 2009

Type	Date	Num	Name	Paid Amount	Balance
Interest Expense					
Finance Charge					
Credit Card Charge	5/16/2009			-21.79	-21.79
Total Finance Charge				-21.79	-21.79
Total Interest Expense					
				-21.79	-21.79
Miscellaneous					
Credit Card Charge	5/4/2009		Chase	-7.99	-7.99
Credit Card Charge	5/5/2009		Start Fresh Today	-30.00	-37.99
Total Miscellaneous				-37.99	-37.99
Office Supplies					
Check	5/1/2009		Blinds.com	-185.37	-185.37
Credit Card Charge	5/1/2009		Office Depot	-56.97	-242.34
Total Office Supplies				-242.34	-242.34
Payroll Expenses					
Contract Labor					
Bill	5/3/2009	101	Elizondo, Nora	-134.22	-134.22
Credit	5/3/2009	0503...	Elizondo, Nora	134.22	0.00
Bill	5/3/2009	1116	Reuter Marketing	-173.08	-173.08
Bill	5/6/2009	1115	Reuter Marketing	-615.38	-788.46
Bill	5/6/2009	100	Elizondo, Nora	-614.45	-1,432.91
Bill	5/6/2009	1116	Reuter Marketing	-732.06	-2,164.97
Bill	5/8/2009	1115	Reuter Marketing	-173.08	-2,338.05
Bill	5/8/2009	101	Elizondo, Nora	-611.43	-2,949.48
Total Contract Labor				-2,949.48	-2,949.48
Total Payroll Expenses					
				-2,949.48	-2,949.48
Professional Fees					
Legal Fees					
General Journal	5/13/2009	TJB0...	John H Bennett, Atty	-7,000.00	-7,000.00
General Journal	5/13/2009	TJB0...	John H Bennett, Atty	-2,000.00	-9,000.00
Total Legal Fees				-9,000.00	-9,000.00
Total Professional Fees				-9,000.00	-9,000.00

1:36 AM
06/20/09
Cash Basis

RR Valve, Inc.
Transaction Detail By Account
May 2009

Type	Date	Num	Name	Paid Amount	Balance
Rent					
Check	5/1/2009	3998	AFS NW Business P ...	0.00	0.00
General Journal	5/1/2009	TJBO...	AFS NW Business P ...	-6,035.84	-6,035.84
Total Rent				-6,035.84	-6,035.84
Telephone					
Check	5/5/2009		Vonage	-14.27	-14.27
Total Telephone				-14.27	-14.27
Travel & Ent					
Meals					
Check	5/1/2009		Restaurant	-28.09	-28.09
Check	5/4/2009		Restaurant	-57.94	-86.03
Total Meals				-86.03	-86.03
Travel					
Bill	5/8/2009	0426...	Reuter Marketing	-114.64	-114.64
Total Travel				-114.64	-114.64
Total Travel & Ent				-200.67	-200.67
TOTAL				<u>28069.02</u>	<u>28069.02</u>

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06/20/09

RR Valve, Inc.
Vendor Balance Detail
 As of May 31, 2009

Type	Date	Num	Account	Amount	Balance
AFS NW Business Park, LP					-1,743.81
Bill	5/31/2009	0601	Accounts Payable	6,099.62	4,355.81
Total AFS NW Business Park, LP				6,099.62	4,355.81
Andrew G. Shebay, III PC					11,949.98
Total Andrew G. Shebay, III PC					11,949.98
AT&T Mobility					569.49
Total AT&T Mobility					569.49
Bass Tool					106.34
Total Bass Tool					106.34
BCC Business Services					2,196.43
Bill	5/15/2009	2425	Accounts Payable	897.40	3,093.83
Total BCC Business Services				897.40	3,093.83
Blatt Pattern					8,949.48
Total Blatt Pattern					8,949.48
Blue Chip Machine					37,838.80
Bill	5/15/2009	33136	Accounts Payable	1,863.56	39,702.36
Total Blue Chip Machine				1,863.56	39,702.36
CBeyond					617.02
Total CBeyond					617.02
Daniel Lemkuil					5,484.04
Total Daniel Lemkuil					5,484.04
Dees Rug Service					50.00
Total Dees Rug Service					50.00
Direct Energy 2211					545.08
Total Direct Energy 2211					545.08
Direct Energy 5325					1,083.32
Total Direct Energy 5325					1,083.32
Dualco					-12.58
Total Dualco					-12.58
Edward Lewis, Atty					2,926.50
Total Edward Lewis, Atty					2,926.50
Elizondo, Nora					638.71
Bill	5/17/2009	103	Accounts Payable	832.10	1,470.81
Credit	5/17/2009	051709TX	Accounts Payable	-149.78	1,321.03
Bill	5/24/2009	104	Accounts Payable	829.80	2,150.83
Credit	5/24/2009	052409TX	Accounts Payable	-149.36	2,001.47
Bill	5/31/2009	105	Accounts Payable	805.50	2,806.97
Credit	5/31/2009	053109TX	Accounts Payable	-144.99	2,661.98
Total Elizondo, Nora				2,023.27	2,661.98
Ernest Cox					39,250.00
Total Ernest Cox					39,250.00

Exhibit D - Unpaid Bills

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06/20/09

RR Valve, Inc.
Vendor Balance Detail
 As of May 31, 2009

Type	Date	Num	Account	Amount	Balance
Freeman					3,470.35
Bill	5/20/2009	152459-1523	Accounts Payable	319.65	3,790.00
Total Freeman				319.65	3,790.00
Gerard S Lazzara Jr.					5,200.00
Total Gerard S Lazzara Jr.					5,200.00
Internet America					110.50
Total Internet America					110.50
Martin Fluid Power					-54.28
Total Martin Fluid Power					-54.28
Mena Designs					177.50
Total Mena Designs					177.50
Murillo, Felix					492.00
Bill	5/17/2009	203	Accounts Payable	696.84	1,188.84
Credit	5/17/2009	051709TX	Accounts Payable	-125.43	1,063.41
Bill	5/24/2009	204	Accounts Payable	680.04	1,743.45
Credit	5/24/2009	052409TX	Accounts Payable	-122.41	1,621.04
Bill	5/31/2009	205	Accounts Payable	661.72	2,282.76
Credit	5/31/2009	053109TX	Accounts Payable	-119.11	2,163.65
Total Murillo, Felix				1,671.65 <i>y</i>	2,163.65
Murillo, Victor					452.64
Bill	5/17/2009	303	Accounts Payable	464.80	917.44
Credit	5/17/2009	051709TX	Accounts Payable	-83.66	833.78
Bill	5/24/2009	304	Accounts Payable	453.75	1,287.53
Credit	5/24/2009	052409TX	Accounts Payable	-81.68	1,205.85
Bill	5/31/2009	305	Accounts Payable	453.75	1,659.60
Credit	5/31/2009	053109TX	Accounts Payable	-81.68	1,577.92
Total Murillo, Victor				1,125.28 <i>y</i>	1,577.92
Office Depot					665.54
Total Office Depot					665.54
Paczer Machine Inc.					1,000.00
Total Paczer Machine Inc.					1,000.00
Palletized Trucking Inc.					2,484.75
Bill	5/14/2009	588752	Accounts Payable <i>pre</i>	2,000.00	4,484.75
Total Palletized Trucking Inc.				2,000.00	4,484.75
Pondhop					2,470.00
Total Pondhop					2,470.00
Precision Fluorocarbon Inc.					1,080.00
Total Precision Fluorocarbon Inc.					1,080.00
Pure Castings Co.					2,825.05
Total Pure Castings Co.					2,825.05

1:44 AM

06/20/09

RR Valve, Inc.
Vendor Balance Detail
 As of May 31, 2009

Type	Date	Num	Account	Amount	Balance
Reuter Marketing					615.38
Bill	5/17/2009	1118	Accounts Payable	1,025.57	1,640.95
Credit	5/17/2009	051709TX	Accounts Payable	-173.08	1,467.87
Bill	5/24/2009	1119	Accounts Payable	961.54	2,429.41
Credit	5/24/2009	052409TX	Accounts Payable	-173.08	2,256.33
Bill	5/24/2009	052409RE	Accounts Payable	21.59	2,277.92
Bill	5/31/2009	1120	Accounts Payable	961.54	3,239.46
Bill	5/31/2009	053109RE	Accounts Payable	24.44	3,263.90
Bill	5/31/2009	053109RE-	Accounts Payable	27.26	3,291.16
Total Reuter Marketing				2,675.78	3,291.16
Ron Varnell Creative					325.00
Total Ron Varnell Creative					325.00
Te-Co					0.00
Bill	5/26/2009	431419	Accounts Payable	583.61	583.61
Total Te-Co				583.61	583.61
TWSCO					77.34
Bill	5/31/2009	RI29051770	Accounts Payable	79.72	157.06
Total TWSCO				79.72	157.06
United States Treasury					139,479.00
Total United States Treasury					139,479.00
UPS					323.77
Bill	5/16/2009	A139Y8209	Accounts Payable	46.42	370.19
Total UPS				46.42	370.19
Waste Management					89.54
Total Waste Management					89.54
TOTAL				19,385.96	291,118.84

Contract Tax payable
 Paletized Trucking (Pre Filing)

+ 713.11
 - 2000.00

SW (Chase) Card. (Interest) 5/16/09
 Valero Card (Gas) 5/14/09
 Office Depot (Fin. Chg.)
 Valero Card (Fin. Chg.) 5/21/09

21.79

31.81

39.00

15.50

\$18,207.17

2:55 AM

06/20/09

RR Valve, Inc.
Customer Balance Summary
 As of May 31, 2009

	May 31, 09
A.I. Planning, Inc.	85.89
Colonial Hardware	1,896.00
LFF Scotland	25.00
Seadrill Managment (S) Pte Ltd	6,010.23
Premium Drilling Inc.	12,940.08
Energy Equipment Services PTE LTD	476.82
Axxis Drilling	4,403.58
Southern Specialty & Supply	15,206.28
Ensco	
Rig 93	15,550.30
Rig 105	512.97
Ensco - Other	161.14
Total Ensco	16,224.41
LeTourneau Technologies Drilling Systems	60,448.16
P.E.I.	2,486.12
Parker Drilling	
Rig 77B	8,849.10
Parker Drilling - Other	33,735.09
Total Parker Drilling	42,584.19
Rowan Companies, Inc.	-6,231.17
TransOcean	24,119.83
TOTAL	180,675.42

Exhibit E - Receivables

MOR-1**UNITED STATES BANKRUPTCY COURT**

CASE NAME: RR Valve Inc.
CASE NUMBER: 09-33345-H5-11
PROPOSED PLAN DATE: _____

PETITION DATE: 2009-05-14 00 00
DISTRICT OF TEXAS: Southern
DIVISION: Houston

MONTHLY OPERATING REPORT SUMMARY FOR MONTH OF MAY**2009**

<i>MONTH</i>						
REVENUES (MOR-6)	19,801.45	0.00	0.00	0.00	0.00	0.00
INCOME BEFORE INT; DEPREC./TAX (MOR-6)	-4,155.17	0.00	0.00	0.00	0.00	0.00
NET INCOME (LOSS) (MOR-6)	-4,155.17	0.00	0.00	0.00	0.00	0.00
PAYMENTS TO INSIDERS (MOR-9)	0.00	0.00	0.00	0.00	0.00	0.00
PAYMENTS TO PROFESSIONALS (MOR-9)	9,000.00	0.00	0.00	0.00	0.00	0.00
TOTAL DISBURSEMENTS (MOR-8)	28,069.02	0.00	0.00	0.00	0.00	0.00

The original of this document must be filed with the United States Bankruptcy Court and a copy must be sent to the United States Trustee

REQUIRED INSURANCE MAINTAINED AS OF SIGNATURE DATE			EXP. DATE	CIRCLE ONE	
CASUALTY	YES X		06/15/2010	Are all accounts receivable being collected within terms?	Yes No X
LIABILITY	YES X		07/01/2010	Are all post-petition liabilities, including taxes, being paid within terms?	Yes No X
VEHICLE	YES X		Monthly	Have any pre-petition liabilities been paid?	Yes No X
WORKER'S	YES () NO ()	___-___-		If so, describe _____	
OTHER	YES () NO ()	___-___-		Are all funds received being deposited into DIP bank accounts?	Yes X No
				Were any assets disposed of outside the normal course of business?	Yes No X
				If so, describe _____	
				Are all U.S. Trustee Quarterly Fee Payments current?	Yes X No
				What is the status of your Plan of Reorganization?	In process of formulation

ATTORNEY NAME: John H Bennett, Jr.
FIRM NAME: John H Bennett Jr., P.C.
ADDRESS: 2777 Allen Pkwy Ste 1000
CITY, STATE, ZIP: Houston, TX 77019-2141
TELEPHONE/FAX: (713) 650-8222

MOR-1

I certify under penalty of perjury that the following complete
Monthly Operating Report (MOR), consisting of MOR-1 through
MOR-9 plus attachments, is true and correct.

SIGNED X/s/ G.S. Lazzara TITLE: President *
(OBJECT SIGNATURE)

G.S. LAZZARA
(PRINT NAME OF SIGNATORY)

6/19/2009

DATE Revised 07/01/98

* See original execution copy, next page.

MOR-1**UNITED STATES BANKRUPTCY COURT**

CASE NAME: RR Valve Inc.
CASE NUMBER: 09-33345-H5-11
PROPOSED PLAN DATE: _____

PETITION DATE: 5/14/2009 0:00
DISTRICT OF TEXAS: Houston
DIVISION: _____

MONTHLY OPERATING REPORT SUMMARY FOR MONTH**YEAR**

MONTH						
REVENUES (MOR-6)	19,801.45	0.00	0.00	0.00	0.00	0.00
INCOME BEFORE INT; DEPREC./TAX (MOR-6)	-4,155.17	0.00	0.00	0.00	0.00	0.00
NET INCOME (LOSS) (MOR-6)	-4,155.17	0.00	0.00	0.00	0.00	0.00
PAYMENTS TO INSIDERS (MOR-9)	0.00	0.00	0.00	0.00	0.00	0.00
PAYMENTS TO PROFESSIONALS (MOR-9)	9,000.00	0.00	0.00	0.00	0.00	0.00
TOTAL DISBURSEMENTS (MOR-8)	28,069.02	0.00	0.00	0.00	0.00	0.00

The original of this document must be filed with the United States Bankruptcy Court and a copy must be sent to the United States Trustee

REQUIRED INSURANCE MAINTAINED AS OF SIGNATURE DATE		EXP. DATE
CASUALTY	YES (✓) NO ()	<u>6-15-10</u>
LIABILITY	YES (✓) NO ()	<u>7-1-10</u>
VEHICLE	YES (✓) NO ()	<u>monthly</u>
WORKER'S	YES () NO ()	<u>- - -</u>
OTHER	YES () NO ()	<u>- - -</u>

CIRCLE ONE

Are all accounts receivable being collected within terms? Yes (No)

Are all post-petition liabilities, including taxes, being paid within terms? Yes (No)

Have any pre-petition liabilities been paid? Yes (No)

If so, describe _____

Are all funds received being deposited into DIP bank accounts? Yes (No)

Were any assets disposed of outside the normal course of business? Yes (No)

If so, describe _____

Are all U.S. Trustee Quarterly Fee Payments current? (Yes) No

What is the status of your Plan of Reorganization? _____

ATTORNEY NAME: John H Bennett, Jr.
FIRM NAME: John H Bennett Jr., P.C.
ADDRESS: 2777 Allen Pkwy Ste 1000
CITY, STATE, ZIP: Houston, TX 77019-2141
TELEPHONE/FAX: (713) 650-8222

MOR-1

I certify under penalty of perjury that the following complete
Monthly Operating Report (MOR), consisting of MOR-1 through
MOR-9 plus attachments, is true and correct.

SIGNED X G. S. LAZZARI (ORIGINAL SIGNATURE)
(PRINT NAME OF SIGNATORY)

TITLE: President
DATE: 6/19/09
Revised 07/01/98

CASE NAME: RR Valve, Inc.
CASE NUMBER: 09-33361-H1-11

COMPARATIVE BALANCE SHEETS

ASSETS	FILING DATE*	MONTH	MONTH	MONTH	MONTH	MONTH	MONTH
	2009-05-14 00 00						
CURRENT ASSETS							
Cash	71,725.50	88,943.41					
Accounts Receivable, Net	163,990.71	180,675.42					
Inventory: Lower of Cost or Market	395,140.19	389,643.53					
Prepaid Expenses							
Investments							
Other	1,220,316.79	1,220,316.79					
TOTAL CURRENT ASSETS	1,851,173.19	1,879,579.15	0.00	0.00	0.00	0.00	0.00
PROPERTY, PLANT & EQUIP. @ COST	235,085.86	235,085.86					
Less Accumulated Depreciation	108,796.00	108,796.00					
NET BOOK VALUE OF PP & E	126,289.86	126,289.86	0.00	0.00	0.00	0.00	0.00
OTHER ASSETS							
1. Tax Deposits	25,000.00	25,000.00					
2. Investments in Subsidiaries	1,000.00	1,000.00					
3. Electric Deposit	8,995.84	8,995.84					
4.							
TOTAL ASSETS	\$2,012,458.89	\$2,040,864.85	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

* Per Schedules and
Statement of Affairs

MOR-2

Revised 07/01/98

CASE NAME: RR Valve Inc.
CASE NUMBER: 09-33345-H5-11

COMPARATIVE BALANCE SHEETS

LIABILITIES & OWNER'S EQUITY	FILING DATE*	MONTH	MONTH	MONTH	MONTH	MONTH	MONTH
LIABILITIES							
POST-PETITION LIABILITIES(MOR-4)		18,207.17					
PRE-PETITION LIABILITIES							
Notes Payable - Secured	27,000.00	27,000.00					
Priority Debt	10.01	10.01					
Federal Income Tax	190,747.00	190,747.00					
FICA/Withholding	5,319.05	5,319.05					
Unsecured Debt	134,962.17	134,962.17					
Other	325,000.00	325,000.00					
TOTAL PRE-PETITION LIABILITIES	683,038.23	683,038.23	0.00	0.00	0.00	0.00	0.00
TOTAL LIABILITIES	683,038.23	701,245.40	0.00	0.00	0.00	0.00	0.00
OWNER'S EQUITY (DEFICIT)							
PREFERRED STOCK							
COMMON STOCK	1,000.00	1,000.00					
ADDITIONAL PAID-IN CAPITAL							
RETAINED EARNINGS: Filing Date	1,328,420.66						
RETAINED EARNINGS: Post Filing Date		1,338,619.45	-4,155.17	-4,155.17			
TOTAL OWNER'S EQUITY (NET WORTH)	1,329,420.66	1,339,619.45	-4,155.17	-4,155.17	0.00	0.00	0.00
TOTAL LIABILITIES & OWNERS EQUITY	\$2,012,458.89	\$2,040,864.85	(\$4,155.17)	(\$4,155.17)	\$0.00	\$0.00	\$0.00

* Per Schedules and Statement of Affairs

MOR-3

Revised 07/01/98

CASE NAME: RR Valve, Inc.
CASE NUMBER: 09-03345-H5-11

SCHEDULE OF POST-PETITION LIABILITIES

	MONTH	MONTH	MONTH	MONTH	MONTH	MONTH
TRADE ACCOUNTS PAYABLE	3,898.46					
TAX PAYABLE						
Federal Payroll Taxes						
State Payroll Taxes						
Ad Valorem Taxes						
Other Taxes						
TOTAL TAXES PAYABLE	713.11	0.00	0.00	0.00	0.00	0.00
SECURED DEBT POST-PETITION						
ACCRUED INTEREST PAYABLE						
ACCRUED PROFESSIONAL FEES*						
OTHER ACCRUED LIABILITIES						
1. Contract Labor	7,495.98					
2. AFS NW - Rent	6,099.62					
TOTAL POST-PETITION LIABILITIES (MOR-3)	\$18,207.17	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

*Payment requires Court Approval

MOR-4

Revised 07/01/98

CASE NAME: RR Valve Inc.
CASE NUMBER: 09-33345-H5-11

AGING OF POST-PETITION LIABILITIES
MONTH MAY 2009

DAYS	TOTAL	TRADE ACCOUNTS	FEDERAL TAXES	STATE TAXES	AD VALOREM, OTHER TAXES	MONTH
0-30	18,207.17	17,494.06	713.11			
31-60	0.00					
61-90	0.00					
91+	0.00					
TOTAL	\$18,207.17	\$17,494.06	\$713.11	\$0.00	\$0.00	\$0.00

AGING OF ACCOUNTS RECEIVABLE

MONTH	May 2009					
0-30 DAYS	145,306.06					
31-60 DAYS	34,910.71					
61-90 DAYS	0.05					
91+ DAYS	458.60					
TOTAL	\$180,675.42	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

MOR-5

Revised 07/01/98

CASE NAME: RR Valve Inc.
CASE NUMBER: 09-33345-H5-11

STATEMENT OF INCOME (LOSS)

	MONTH	MONTH	MONTH	MONTH	MONTH	MONTH	FILING TO DATE
REVENUES (MOR-1)	19,801.45						19,801.45
TOTAL COST OF REVENUES	8,363.32						8,363.32
GROSS PROFIT	11,438.13	0.00	0.00	0.00	0.00	0.00	11,438.13
OPERATING EXPENSES:							
Selling & Marketing	694.34						694.34
General & Administrative	0.00						0.00
Insiders Compensation	2,949.48						2,949.48
Professional Fees	9,000.00						9,000.00
Other Contract Labor	2,949.48						2,949.48
Other							0.00
TOTAL OPERATING EXPENSES	15,593.30	0.00	0.00	0.00	0.00	0.00	15,593.30
INCOME BEFORE INT, DEPR/TAX (MOR-1)	-4,155.17	0.00	0.00	0.00	0.00	0.00	-4,155.17
INTEREST EXPENSE							0.00
DEPRECIATION							0.00
OTHER (INCOME) EXPENSE*							0.00
OTHER ITEMS**							0.00
TOTAL INT, DEPR & OTHER ITEMS	0.00	0.00	0.00	0.00	0.00	0.00	0.00
NET INCOME BEFORE TAXES	-4,155.17	0.00	0.00	0.00	0.00	0.00	-4,155.17
FEDERAL INCOME TAXES							0.00
NET INCOME (LOSS) (MOR-1)	(\$4,155.17)	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	(\$4,155.17)

Accrual Accounting Required, Otherwise Footnote with Explanation.

* Footnote Mandatory.

** Unusual and/or infrequent item(s) outside the ordinary course of business requires footnote.

MOR-6

Revised 07/01/98

CASE NAME: RR Valve, Inc.

CASE NUMBER: 09-33345-H5-11

CASH RECEIPTS AND DISBURSEMENTS	MONTH	MONTH	MONTH	MONTH	MONTH	MONTH	FILING TO DATE
1. CASH-BEGINNING OF MONTH	\$69,431.31	\$88,341.02	\$88,341.02	\$88,341.02	\$88,341.02	\$88,341.02	\$69,431.31
RECEIPTS:							
2. CASH SALES	0.00						0.00
3. COLLECTION OF ACCOUNTS RECEIVABLE	19,903.84						19,903.84
4. LOANS & ADVANCES (attach list)	27,000.00						27,000.00
5. SALE OF ASSETS	0.00						0.00
6. OTHER (attach list)	74.89						74.89
TOTAL RECEIPTS**	46,978.73	0.00	0.00	0.00	0.00	0.00	46,978.73
(Withdrawal) Contribution by Individual Debtor MFR-2*							0.00
DISBURSEMENTS:							
7. NET PAYROLL	5,267.43						5,267.43
8. PAYROLL TAXES PAID	0.00						0.00
9. SALES, USE & OTHER TAXES PAID	0.00						0.00
10. SECURED/RENTAL/LEASES	6,035.84						6,035.84
11. UTILITIES & TELEPHONE	14.27						14.27
12. INSURANCE	0.00						0.00
13. INVENTORY PURCHASES	4,402.98						4,402.98
14. VEHICLE EXPENSES	348.52						348.52
15. TRAVEL & ENTERTAINMENT	200.67						200.67
16. REPAIRS, MAINTENANCE & SUPPLIES	280.33						280.33
17. ADMINISTRATIVE & SELLING	2,518.98						2,518.98
18. OTHER (attach list)							0.00
TOTAL DISBURSEMENTS FROM OPERATIONS	19,069.02	0.00	0.00	0.00	0.00	0.00	19,069.02
19. PROFESSIONAL FEES	9,000.00						9,000.00
20. U.S. TRUSTEE FEES	0.00						0.00
21. OTHER REORGANIZATION EXPENSES (attach list)							0.00
TOTAL DISBURSEMENTS**	28,069.02	0.00	0.00	0.00	0.00	0.00	28,069.02
22. NET CASH FLOW	18,909.71	0.00	0.00	0.00	0.00	0.00	18,909.71
23. CASH - END OF MONTH (MOR-2)	\$88,341.02	\$88,341.02	\$88,341.02	\$88,341.02	\$88,341.02	\$88,341.02	\$88,341.02

MOR-7

Revised 07/01/98

28069.02
177.28

515.63

CASE NAME: RR Valve Inc.CASE NUMBER: 09-33345-H5-11

CASH ACCOUNT RECONCILIATION MONTH OF MAY 2009

BANK NAME	Bank of Houston	Bank of Houston	Petty Cash	Bank of Houston	
ACCOUNT NUMBER	#	#	#		
ACCOUNT TYPE	OPERATING	Deposit Acct	TAX	MMA	TOTAL
BANK BALANCE	69,994.37	16,986.92		981.43	\$87,962.72
DEPOSITS IN TRANSIT	74.89				\$74.89
OUTSTANDING CHECKS	618.91				\$618.91
ADJUSTED BANK BALANCE	\$69,450.35	\$16,986.92	\$0.00	\$981.43	\$87,418.70
BEGINNING CASH - PER BOOKS	68,522.51	67.39	-150.02	991.43	\$69,431.31
RECEIPTS*	3,045.64	16,933.09	27,000.00		\$46,978.73
TRANSFERS BETWEEN ACCOUNTS					\$0.00
(WITHDRAWAL) OR CONTRIBUTION BY INDIVIDUAL DEBTOR MFR-2					\$0.00
CHECKS/OTHER DISBURSEMENTS*	2,117.80	13.56	25,927.66	10.00	\$28,069.02
ENDING CASH - PER BOOKS	\$69,450.35	\$16,986.92	\$922.32	\$981.43	\$88,341.02

MOR-8

*Numbers should balance (match) TOTAL RECEIPTS and
TOTAL DISBURSEMENTS lines on MOR-7

Revised 07/01/98

CASE NAME: RR Valve Inc.
CASE NUMBER: 09-33345-H5-11

PAYMENTS TO INSIDERS AND PROFESSIONALS

Of the total disbursements shown for the month, list the amount paid to insiders (as defined in Section 101(31)(A)-(F) of the U.S. Bankruptcy Code) and the professionals. Also, for insiders, identify the type of compensation paid (e.g., salary, commission, bonus, etc.) (Attach additional pages as necessary).

INSIDERS: NAME/COMP TYPE	MONTH	MONTH	MONTH	MONTH	MONTH	MONTH
1.						
2.						
3.						
4.						
5.						
6.						
TOTAL INSIDERS (MOR-1)	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

PROFESSIONALS	MONTH	MONTH	MONTH	MONTH	MONTH	MONTH
1. John H Bennett Jr. *	9,000.00					
2.						
3.						
4.						
5.						
6.						
TOTAL PROFESSIONALS (MOR-1)	\$9,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

MOR-9

* Payment made prepetition.

Revised 07/01/98